

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

PURE POWER BOOT CAMP, INC.; PURE
POWER BOOT-CAMP FRANCHISING
CORPORATION; and PURE POWER BOOT
CAMP JERICO INC.,

Plaintiffs,

- against -

WARRIOR FITNESS BOOT CAMP, LLC;
ALEXANDER KENNETH FELL a/k/a ALEX FELL,
Individually; RUBEN DARIO BELLIARD
a/k/a RUBEN BELLIARD, Individually;
JENNIFER J. LEE, Individually;
and NANCY BAYNARD, Individually,

Defendants.

ECF Case
Case No. 08-cv-4810 (JGK) (THK)

AFFIDAVIT OF NICHOLE DAVIS

STATE OF NEW YORK)
 ss:
COUNTY OF NEW YORK)

NICHOLE DAVIS, being duly sworn, deposes and says:

1. I was a member of Pure Power Boot Camp ("Pure Power") for approximately 2 years.

While at Pure Power, my instructors were Alex Fell ("Fell") and Ruben Belliard ("Belliard").

2. When I first joined Pure Power, the owner, Lauren Brenner, was actively involved in training and instruction. However, as time went on, she absented herself more and more from Pure Power.

3. Fell and Belliard made Pure Power a great gym. They were the people who trained you, assisted and encouraged you in all aspects of the workout, tracked your progress and in every respect were responsible for your success. Fell and Belliard alone were responsible for my remaining a member of Pure Power for so long.

4. Sometime in March 2008, I renewed for 84 sessions at Pure Power. However, I learned shortly thereafter that Fell and Belliard left Pure Power. When I learned that they had opened a gym known as Warrior Fitness Boot Camp ("Warrior"), my only interest was in being trained by them, and, therefore, to join Warrior.

5. *No one solicited me to join Warrior.* In fact, I am not aware that Fell or Belliard solicited any Pure Power member. As I understand it, the Pure Power members who left to join Warrior simply followed Fell and Belliard because they are such great instructors. The only communication about Warrior that I received from any of them was an email from Nancy Baynard to me and some of her other friends who happened to be members of Pure Power about how excited she was that her boyfriend had opened his own gym.

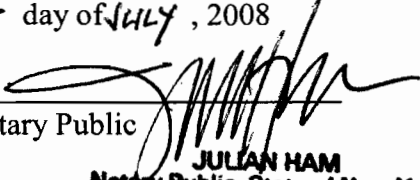
6. In a Saturday class at Pure Power on May 10, 2008, Brenner cut the class short and called everyone together (about 30 members). Brenner began to rant inappropriately that Fell and Belliard had been conspiring against her to steal her business and her property for 9 months. Because I must have rolled my eyes at her histrionics, Brenner told me to leave and that she would refund the balance of my sessions.

7. Two days later, after I emailed Brenner to confirm my refund, Brenner telephoned and began berating me, telling me that I had stabbed her in the back, and reading to me emails that I had either written or received from Fell and/or Belliard, after they resigned from Pure Power. When I asked her how she obtained these emails, she said "slick saved them to my computer." However, all of these emails were created after Fell and Belliard left Pure Power, I believe that Brenner probably had a keystroke program on her computer and had obtained Fell and Belliard's private passwords without their knowledge.

8. In any event, I joined Warrior. Warrior is totally different than Pure Power, from the look (the colors and appearance) to the workout concept and the “tone” of the gym. In fact, the Warrior workouts are much tougher and better.


NICHOLE DAVIS

Sworn to before me this
1ST day of JULY, 2008


Notary Public

JULIAN HAM
Notary Public, State of New York
No. 41-4885239
Qualified in Queens County
Commission Expires Feb. 17, 2011

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